

State of California
Secretary of State



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 3 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

JAN 19 2007



Debra Bowen

DEBRA BOWEN
Secretary of State

EXHIBIT M-1

02-668348



State of California
Bill Jones
Secretary of State

FILED
 SACRAMENTO, CALIF.

JUN 19 2002

BILL JONES
 SECRETARY OF STATE

STATEMENT BY FOREIGN CORPORATION - AMENDMENT

Filing Fee \$20.00 - If Amendment, See Instructions

IMPORTANT - Read Instructions Before Completing This Form

1. CORPORATE NAME: (Do not alter if name is printed)

Sports Shinko (USA) Co., Ltd.

C1647938

This Space For Filing Use Only

| | | |
|---|---|--|
| <input type="checkbox"/> IF THERE HAS BEEN NO CHANGE IN ANY OF THE INFORMATION CONTAINED IN THE LAST STATEMENT BY FOREIGN CORPORATION ON FILE WITH THE CALIFORNIA SECRETARY OF STATE, CHECK THE BOX AND PROCEED TO ITEM 11. | | |
| 2. STREET ADDRESS OF PRINCIPAL EXECUTIVE OFFICE | CITY AND STATE | ZIP CODE |
| 848 Deer Mountain Estates | Harpers Ferry, West Virginia | 25425 |
| 3. STREET ADDRESS OF PRINCIPAL BUSINESS OFFICE IN CALIFORNIA, IF ANY | CITY | ZIP CODE |
| 4. MAILING ADDRESS | CITY AND STATE | ZIP CODE |
| 848 Deer Mountain Estates | Harpers Ferry, West Virginia | 25425 |
| LIST THE NAMES AND COMPLETE ADDRESSES OF THE FOLLOWING OFFICERS: (The corporation must have these three officers. The appropriate title for the officer may be added but do not alter or obliterate the form.) | | |
| 5. CHIEF EXECUTIVE OFFICER/President | ADDRESS | CITY AND STATE |
| Keijsiro Kiemura | c/o Kyoei Law Office Kitahama 3-5-22, Orix-Yodoyabashi Building, Suite 800, Chuo-ku, Osaka, Japan 541-0041 | ZIP CODE |
| 6. SECRETARY | ADDRESS | CITY AND STATE |
| Takashi Hattori | Habataki Sogo Law Office Nishitamme 4-4-18, Umeda-Chuo Building, Suite 700, Kita-ku, Osaka, Japan 530-0047 | ZIP CODE |
| 7. CHIEF FINANCIAL OFFICER | ADDRESS | CITY AND STATE |
| Takashi Hattori | Habataki Sogo Law Office Nishitamme 4-4-18, Umeda-Chuo Building, Suite 700, Kita-ku, Osaka, Japan 530-0047 | ZIP CODE |
| 8. CHECK THE APPROPRIATE PROVISION BELOW AND NAME THE AGENT FOR SERVICE OF PROCESS: | | |
| <input type="checkbox"/> AN INDIVIDUAL RESIDING IN CALIFORNIA. <input type="checkbox"/> A CORPORATION WHICH HAS FILED A CERTIFICATE PURSUANT TO CALIFORNIA CORPORATIONS CODE SECTION 1505. | | |
| AGENTS NAME: C7 Corporation System | | |
| 9. ADDRESS OF THE AGENT FOR SERVICE OF PROCESS IN CALIFORNIA, IF AN INDIVIDUAL | CITY | ZIP CODE |
| CA | | |
| 10. DESCRIBE THE TYPE OF BUSINESS OF THE CORPORATION | | |
| real estate/resort investment | | |
| 11. THIS STATEMENT IS TRUE, CORRECT AND COMPLETE. | | |
| Keijsiro Kiemura TYPE OR PRINT NAME OF OFFICER OR AGENT SIGNATURE | | President TITLE May 24, 2002 DATE |
| Approved by Secretary of State | | |



State of California
Secretary of State

F



05-36926

STATEMENT OF INFORMATION
(Foreign Corporation)

FEES (Filing and Disclosure): \$25.00. If amendment, see instructions.

IMPORTANT — READ INSTRUCTIONS BEFORE COMPLETING THIS FORM

1. CORPORATE NAME (Please do not alter it name is preprinted.)

C164793B
SPORTS SHINKO (USA) CO., LTD.
615 S DUPONT HWY
DOVER DE 19901

FILED
in the office of the Secretary of State
of the State of California

AUG 08 2005

This Space For Filing Use Only

DUE DATE: 09-30-05

CALIFORNIA CORPORATE DISCLOSURE ACT (Corporations Code section 2117.1)

A publicly traded corporation must file with the Secretary of State a Corporate Disclosure Statement (Form SI-PT) annually, within 150 days after the end of its fiscal year. Please see reverse for additional information regarding publicly traded corporations.

NO CHANGE STATEMENT

2. If there has been no change in any of the information contained in the last Statement of Information filed with the Secretary of State, check the box and proceed to Item 11.
If there have been any changes to the information contained in the last Statement of Information filed with the Secretary of State, or no statement has been previously filed, this form must be completed in its entirety.

COMPLETE ADDRESSES FOR THE FOLLOWING (Do not abbreviate the name of the city. Items 3 and 4 cannot be P.O. Boxes.)

3. STREET ADDRESS OF PRINCIPAL EXECUTIVE OFFICE CITY AND STATE ZIP CODE

4. STREET ADDRESS OF PRINCIPAL BUSINESS OFFICE IN CALIFORNIA, IF ANY CITY STATE ZIP CODE

CA

NAMES AND COMPLETE ADDRESSES OF THE FOLLOWING OFFICERS (The corporation must have these three officers. A comparable title for the specific officer may be added; however, the preprinted titles on this form must not be altered.)

5. CHIEF EXECUTIVE OFFICER ADDRESS CITY AND STATE ZIP CODE

6. SECRETARY ADDRESS CITY AND STATE ZIP CODE

7. CHIEF FINANCIAL OFFICER ADDRESS CITY AND STATE ZIP CODE

AGENT FOR SERVICE OF PROCESS (If the agent is an individual, the agent must reside in California and Item 9 must be completed with a California address. If the agent is another corporation, the agent must have on file with the California Secretary of State a certificate pursuant to Corporations Code section 1505 and Item 9 must be left blank.)

8. NAME OF AGENT FOR SERVICE OF PROCESS

9. ADDRESS OF AGENT FOR SERVICE OF PROCESS IN CALIFORNIA, IF AN INDIVIDUAL CITY STATE ZIP CODE

CA

TYPE OF BUSINESS

10. DESCRIBE THE TYPE OF BUSINESS OF THE CORPORATION

11. THE INFORMATION CONTAINED HEREIN IS TRUE AND CORRECT

Yoshihiko Machida

TYPE OR PRINT NAME OF PERSON COMPLETING THE FORM

SIGNATURE

President

July 26, 2005

TITLE

DATE

S-15C REV 03/2005

APPROVED BY SECRETARY OF STATE

2008-1